

Tolly Morris E
Form 4
March 05, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Tolly Morris E

(Last) (First) (Middle)

2001 BRYAN ST., SUITE 1600

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Builders FirstSource, Inc. [BLDR]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP - COO - East

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or (D) Price		
Common Stock, par value \$0.01 per share	03/01/2018		A		19,467 (1)	A	\$ 0 128,344 D
Common Stock, par value \$0.01 per share	03/01/2018		F		4,304 (2)	D	\$ 21.19 124,040 D
Common Stock, par value \$0.01 per share	03/05/2018		M		50,000	A	\$ 3.19 174,040 D

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- Reflects the acquisition of restricted stock units pursuant to the Corporation's 2014 Incentive Plan. The restricted stock units vest in
- (1) 33.3% increments on each of March 1, 2019-2021 and entitle the reporting person to one share of common stock for each restricted stock unit that vests.
 - (2) Reflects shares withheld to pay tax withholding requirements on vesting of previously granted restricted stock units.
This transaction was executed in multiple trades at prices ranging from \$20.98 to \$21.61 per share. The price reported above reflects the
 - (3) weighted average sale price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which the transactions were effected upon request by the SEC staff, the issuer, or a security holder of the issuer.
 - (4) Award issued under the Company's 2007 Incentive Plan, as amended and restated on January 14, 2010.
 - (5) The option was granted on February 3, 2010 and vested in 33.33% increments on each of February 3, 2012-2014.

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